

EXHIBIT

20

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TENNESSEE

ULTIMA SERVICES CORPORATION

Plaintiff

v.

2:20-cv-00041-DCLC-CRW

U.S. DEPARTMENT OF AGRICULTURE,
U.S. SMALL BUSINESS ADMINISTRATION,
SECRETARY OF AGRICULTURE and
ADMINISTRATOR OF THE SMALL BUSINESS
ADMINISTRATION

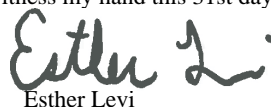
Defendants

_____ /

The deposition of TERRI DENISON was held via
Veritext Zoom on Wednesday, May 18, 2022, commencing at
1:27 p.m. before Esther Levi, Notary Public.

REPORTED BY: Esther Levi

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES:</p> <p>2</p> <p>3 ON BEHALF OF THE PLAINTIFF:</p> <p>4 MICHELLE A. SCOTT, ESQUIRE (via Videoconference)</p> <p>5 MICHAEL E. ROSMAN, ESQUIRE (via Videoconference)</p> <p>6 Center for Individual Rights</p> <p>7 1100 Connecticut Avenue, NW, Suite 625</p> <p>8 Washington, D.C. 20036</p> <p>9 Telephone: 202-833-8400</p> <p>10 E-mail: Scott@cir-usa.org</p> <p>11</p> <p>12 ON BEHALF OF U.S. DEPARTMENT OF AGRICULTURE &</p> <p>13 SECRETARY OF AGRICULTURE:</p> <p>14 JULIET GRAY, ESQUIRE (via videoconference)</p> <p>15 Department of Justice Civil Rights Division</p> <p>16 150 M Street, NE</p> <p>17 Washington, D.C. 20530</p> <p>18 Telephone: 202-514-3831</p> <p>19 E-mail: Juliet.Gray@usdoj.gov</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 4</p> <p>1 INDEX</p> <p>2 Deposition of Terri Denison</p> <p>3 May 18, 2022</p> <p>4</p> <table border="0"> <tr> <td>5 Examination By:</td> <td style="text-align: right;">Page</td> </tr> <tr> <td>6 Ms. Scott</td> <td style="text-align: right;">5</td> </tr> <tr> <td>7 Ms. Gray</td> <td style="text-align: right;">38</td> </tr> <tr> <td>8</td> <td></td> </tr> <tr> <td>9 Exhibit No.</td> <td style="text-align: right;">Marked</td> </tr> <tr> <td>10 Exhibit 1 Offer Letter</td> <td style="text-align: right;">14</td> </tr> <tr> <td>11 Exhibit 2 E-mail Chain</td> <td style="text-align: right;">16</td> </tr> <tr> <td>12 Exhibit 3 SBA Letter</td> <td style="text-align: right;">21</td> </tr> <tr> <td>13 Exhibit 4 E-mail Chain</td> <td style="text-align: right;">23</td> </tr> <tr> <td>14 Exhibit 5 SBA Letter</td> <td style="text-align: right;">25</td> </tr> <tr> <td>15 Exhibit 6 SBA Letter</td> <td style="text-align: right;">28</td> </tr> <tr> <td>16 Exhibit 7 Letter</td> <td style="text-align: right;">30</td> </tr> <tr> <td>17 Exhibit 8 Contract</td> <td style="text-align: right;">35</td> </tr> <tr> <td>18</td> <td></td> </tr> <tr> <td colspan="2">(Exhibits attached to transcript.)</td> </tr> <tr> <td>19</td> <td></td> </tr> <tr> <td>20</td> <td></td> </tr> <tr> <td>21</td> <td></td> </tr> <tr> <td>22</td> <td></td> </tr> <tr> <td>23</td> <td></td> </tr> <tr> <td>24</td> <td></td> </tr> <tr> <td>25</td> <td></td> </tr> </table>	5 Examination By:	Page	6 Ms. Scott	5	7 Ms. Gray	38	8		9 Exhibit No.	Marked	10 Exhibit 1 Offer Letter	14	11 Exhibit 2 E-mail Chain	16	12 Exhibit 3 SBA Letter	21	13 Exhibit 4 E-mail Chain	23	14 Exhibit 5 SBA Letter	25	15 Exhibit 6 SBA Letter	28	16 Exhibit 7 Letter	30	17 Exhibit 8 Contract	35	18		(Exhibits attached to transcript.)		19		20		21		22		23		24		25	
5 Examination By:	Page																																												
6 Ms. Scott	5																																												
7 Ms. Gray	38																																												
8																																													
9 Exhibit No.	Marked																																												
10 Exhibit 1 Offer Letter	14																																												
11 Exhibit 2 E-mail Chain	16																																												
12 Exhibit 3 SBA Letter	21																																												
13 Exhibit 4 E-mail Chain	23																																												
14 Exhibit 5 SBA Letter	25																																												
15 Exhibit 6 SBA Letter	28																																												
16 Exhibit 7 Letter	30																																												
17 Exhibit 8 Contract	35																																												
18																																													
(Exhibits attached to transcript.)																																													
19																																													
20																																													
21																																													
22																																													
23																																													
24																																													
25																																													
<p style="text-align: right;">Page 3</p> <p>1 APPEARANCES CONTINUED:</p> <p>2</p> <p>3 ON BEHALF OF SMALL BUSINESS ADMINISTRATION:</p> <p>4 DAVID FISHMAN, ESQUIRE (via Videoconference)</p> <p>5 KAREN HUNTER, ESQUIRE (via Videoconference)</p> <p>6 Small Business Administration</p> <p>7 409 3rd Street, Southwest</p> <p>8 Washington, DC 20416</p> <p>9 Telephone: 202-205-8800</p> <p>10 E-mail: David.Fishman@sba.gov</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 5</p> <p>1 PROCEEDINGS</p> <p>2 THE COURT REPORTER: The attorneys</p> <p>3 participating in this deposition acknowledge that I am</p> <p>4 not physically present in the deposition room and that</p> <p>5 I will be reporting this deposition remotely.</p> <p>6 They further acknowledge that in lieu of an</p> <p>7 oath administered in person, I will administer the oath</p> <p>8 remotely. The parties further agree that if the</p> <p>9 witness is testifying from a state where I am not a</p> <p>10 notary, that the witness may be sworn in by an out of</p> <p>11 state notary.</p> <p>12 If any party has an objection to this manner</p> <p>13 of reporting, please state now.</p> <p>14 (No Response)</p> <p>15 THE COURT REPORTER: Hearing none, we can</p> <p>16 proceed.</p> <p>17 Whereupon,</p> <p>18 TERRI DENISON</p> <p>19 called as a witness, having been first duly sworn to</p> <p>20 tell the truth, the whole truth, and nothing but the</p> <p>21 truth, was examined and testified as follows:</p> <p>22 EXAMINATION BY MS. SCOTT:</p> <p>23 Q. Okay. My name is Michelle Scott, and I</p> <p>24 represent the plaintiff in this matter. And I'm just</p> <p>25 going to ask you a few background questions before we</p>																																												

<p style="text-align: right;">Page 38</p> <p>1 that way.</p> <p>2 Q. You don't know of anyone else that did?</p> <p>3 A. I'm not aware of it.</p> <p>4 Q. Okay.</p> <p>5 MS. SCOTT: I have nothing further.</p> <p>6 MS. GRAY: Ms. Denison, I just have a couple</p> <p>7 questions for you.</p> <p>8 EXAMINATION BY MS. GRAY:</p> <p>9 Q. Ms. Scott asked if you agreed with the</p> <p>10 conclusion that it would -- that putting this contract</p> <p>11 into the 8(a) program would have caused an adverse</p> <p>12 impact to Ultima, and I believe you answered I did at</p> <p>13 that time.</p> <p>14 What did you mean by I did at that time?</p> <p>15 A. Well, given the information I had available</p> <p>16 to consider that's what I made the decision on.</p> <p>17 Looking at some of the background e-mails, which I was</p> <p>18 not privy to, they weren't part of the decision or the</p> <p>19 analysis package, particularly between Uneeda Collins</p> <p>20 and the contracting officer.</p> <p>21 Had some of that information been part of --</p> <p>22 had I been aware of it, I would have at least maybe</p> <p>23 asked some more questions. For example, I believe</p> <p>24 there's reference to other -- in one e-mail exchange</p> <p>25 between Uneeda and the contracting officer at USDA that</p>	<p style="text-align: right;">Page 40</p> <p>1 If you look at, you know, about halfway down</p> <p>2 it starts with the numbered paragraphs.</p> <p>3 A. Yes.</p> <p>4 Q. It says, upon review of supporting</p> <p>5 documentation, the following has been determined. And</p> <p>6 Number 1 says, review of submitted contract revenues by</p> <p>7 month and year and FPDS.gov data, it appears that</p> <p>8 Ultima performed the contract for less than 24 months.</p> <p>9 Do you see that?</p> <p>10 A. I do see that.</p> <p>11 Q. Is an adverse impact analysis typically</p> <p>12 required where another business has performed -- has</p> <p>13 performed the contract for less than 24 months?</p> <p>14 A. Generally it would not.</p> <p>15 Q. So do you have any idea of why an adverse</p> <p>16 impact analysis was performed in this situation?</p> <p>17 A. In hindsight, you know, having a more</p> <p>18 complete picture, I would say that we should not have</p> <p>19 done one.</p> <p>20 MS. GRAY: I don't have any further</p> <p>21 questions.</p> <p>22 MS. SCOTT: Nothing further.</p> <p>23 (The deposition was concluded at 2:35 p.m.)</p> <p>24</p> <p>25</p>
<p style="text-align: right;">Page 39</p> <p>1 other offices at SBA had not required an adverse impact</p> <p>2 analysis. I was not aware of that.</p> <p>3 If I had known, then I probably would have</p> <p>4 reached out to one of my counterparts where this</p> <p>5 occurred to kind of see what their thinking was, how</p> <p>6 they came to this conclusion, before I made a decision.</p> <p>7 Q. And having reviewed these various documents</p> <p>8 about the adverse impact dissemination, what is your</p> <p>9 view now as to whether an adverse impact analysis</p> <p>10 should have been performed in this situation?</p> <p>11 A. I think -- now that I've seen some of this</p> <p>12 other documentation, I would say that I would question</p> <p>13 whether it was an existing requirement or a new</p> <p>14 requirement. Obviously there was a new requirement,</p> <p>15 then there would not be adverse impact according to the</p> <p>16 SBA regulations.</p> <p>17 Q. And then I just want to show you -- I think</p> <p>18 -- let me just make sure I have the right document and</p> <p>19 show you one of the exhibits again. Okay.</p> <p>20 And can you take a look at Exhibit Number 5</p> <p>21 again, please?</p> <p>22 A. Sure.</p> <p>23 Q. Do you have it in front of you?</p> <p>24 A. I do have it.</p> <p>25 Q. Okay.</p>	<p style="text-align: right;">Page 41</p> <p>1 State of Maryland</p> <p>2 City of Baltimore, to wit:</p> <p>3 I, Esther Levi, a Notary Public of the State</p> <p>4 of Maryland, do hereby certify that the within-named</p> <p>5 witness personally appeared before me at the time and</p> <p>6 place herein set out, and after having been duly sworn</p> <p>7 by me, according to law, was examined by counsel.</p> <p>8 I further certify that the examination was</p> <p>9 recorded stenographically by me and this transcript is</p> <p>10 a true record of the proceedings.</p> <p>11 I further certify that I am not of counsel to</p> <p>12 any of the parties, nor in any way interested in the</p> <p>13 outcome of this action.</p> <p>14 As witness my hand this 31st day of May,</p> <p>15 2022.</p> <p>16 </p> <p>17 Esther Levi</p> <p>18 Notary Public</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24 My Commission Expires:</p> <p>25 July 8, 2023</p>